

IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

LEVEL ONE TECHNOLOGIES, INC.,	)	
	)	
	)	
<i>Plaintiff,</i>	)	JURY TRIAL DEMANDED
	)	
v.	)	Case No. 4:14-cv-01305
	)	
PENSKE TRUCK LEASING CO., L.P.,	)	
AND	)	
PENSKE LOGISTICS LLC,	)	
	)	
<i>Defendants.</i>	)	

**DEFENDANTS' NOTICE OF REMOVAL**

Penske Truck Leasing Co., L.P. and Penske Logistics LLC hereby remove to this Court *Level One Technologies, Inc. v. Penske Truck Leasing Co. L.P.*, Case No. 14SL-CC02101, from the Circuit Court of St. Louis County, Missouri, pursuant to 28 U.S.C. §§ 1332, 1441(a), and 1446, and in support thereof state as follows:

1. On or about June 23, 2014, Level One Technologies, Inc. ("Level One"), filed a civil action against Penske Truck Leasing Co., L.P. and Penske Logistics LLC in the Circuit Court of St. Louis County, Missouri, Case No. 14SL-CC02101.
2. The Summons and Petition were served on July 10, 2014. Accordingly, this Notice of Removal is timely filed within 30 days from the date of service.
3. In its Petition, Level One alleges that it is a Missouri corporation, with its principal place of business located in St. Louis County, Missouri. *See* Petition, ¶ 1. Accordingly, Level One is a citizen of Missouri. *See* 28 U.S.C. 1332(c).

4. Penske Truck Leasing Co., L.P. is a Delaware limited partnership with its principal place of business in Reading, Pennsylvania. *See* Petition, at ¶ 2. “[T]he citizenship of a limited partnership is the citizenship of each of its partners, both general and limited.” *See Buckley v. Control Data Corp.*, 923 F.2d 96, 97 (8th Cir. 1991). Penske Truck Leasing Co., L.P. has the following partners:

- a. PTL GP, LLC, a Delaware limited liability company with its principal place of business at 2675 Morgantown Road, Reading, PA 19607, is the general partner. A limited liability company’s citizenship, for purposes of diversity, is the citizenship of each of its members. *Onepoint Solutions, LLC v. Borchert*, 486 F.3d 342, 346 (8th Cir. 2007). The sole member of PTL GP, LLC is LJ VP Holdings, LLC, a Delaware limited liability company with its principal place of business at 2675 Morgantown Road, Reading, PA 19607. LJ VP Holdings, LLC’s members are the same entities with partnership interests in Penske Truck Leasing Co., L.P. The citizenships of these entities are provided below. PTL GP, LLC is, therefore, a citizen of Pennsylvania, Delaware, Tennessee, Maryland, Michigan, and Connecticut.
- b. Penske Truck Leasing Corporation, a Delaware corporation with its principal place of business at 2675 Morgantown Road, Reading, PA 19607, is a limited partner. It is, therefore, a citizen of Delaware and Pennsylvania.
- c. General Electric Credit Corporation of Tennessee, a Tennessee Corporation, is a limited partner with its principal place of business at 2 Bethesda Metro Center, Suite 600, Bethesda, Maryland 20814. It is, therefore, a citizen of Tennessee and Maryland.

- d. Penske Automotive Group, Inc., a Delaware corporation, is a limited partner with its principal place of business at 2555 Telegraph Road, Bloomfield Hills, Michigan 48302. It is, therefore, a citizen of Delaware and Michigan.
- e. GE Capital Truck Leasing Holding Corporation, a Delaware corporation, is a limited partner with its principal place of business at 901 Main Avenue, 3<sup>rd</sup> Floor Norwalk, Connecticut 06851. It is, therefore, a citizen of Delaware and Connecticut.
- f. Logistics Holding Corporation, a Delaware corporation, is a limited partner with its principal place of business at 1209 Orange Street, Wilmington, Delaware 19808. It is, therefore, a citizen of Delaware.

5. Accordingly, for purposes of diversity jurisdiction, Penske Truck Leasing Co., L.P. is a citizen of Pennsylvania, Delaware, Tennessee, Maryland, Michigan, and Connecticut.

6. Penske Logistics LLC is a Delaware limited liability company with its principal place of business in Reading, Pennsylvania. *See* Petition, at ¶ 3. As stated above, a limited liability company's citizenship is the citizenship of each of its members. *Onepoint Solutions, LLC*, 486 F.3d at 346. The sole member of Penske Logistics LLC is Penske Truck Leasing Co., L.P. *See* Petition, at ¶ 3. Accordingly, Penske Logistics LLC is a citizen of Pennsylvania, Delaware, Tennessee, Maryland, Michigan, and Connecticut.

7. There is complete diversity of citizenship between Level One and Penske Truck Leasing Co., L.P. and Level One and Penske Logistics LLC. *See* 28 U.S.C. § 1332(a)(1).

8. The amount in controversy exceeds \$75,000.00, exclusive of interest and costs. *See id.*; Petition, ¶¶ 104, 111 (seeking damages in excess of \$9 million and \$11 million).

9. This Court has original jurisdiction of this action pursuant to 28 U.S.C. § 1332, and

this action is removable to this Court pursuant to 28 U.S.C. § 1441(a).

10. Pursuant to 28 U.S.C. § 1446(a) and Local Rule 2.03, copies of all process, pleadings, and orders served upon Penske Truck Leasing Co., L.P. and Penske Logistics LLC and on file in the Circuit Court of St. Louis County are attached hereto as Exhibit A.

11. In accordance with 28 U.S.C. § 1446(d) and Local Rule 2.03, Penske Truck Leasing Co., L.P. and Penske Logistics LLC will file proof of filing of this Notice of Removal with the Clerk of the Circuit Court of St. Louis County, which shall effect removal, and will serve a copy upon Level One's counsel.

Respectfully submitted,

ARMSTRONG TEASDALE LLP

July 24, 2014

/s/ Jonathan R. Shulan

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**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of Penske Truck Leasing Company, L.P. and Penske Logistics LLC's Notice of Removal was filed electronically with Clerk of the Court and mailed, First-Class postage prepaid, this 24th day of July, 2014, to the following:

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*Counsel for Plaintiff  
Level One Technologies, Inc.*

/s/ Jonathan R. Shulan  
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